

Nov-22-02 03:35pm From-
Securities Operations

T-393 P.002/002 F-760
20 Broad Street
New York, NY 10005

tel: 212.656.5026
fax: 212.656.5893
pmadho@nyse.com

 Cert NYS
NYSE



02064870

1-13668

NOV 22

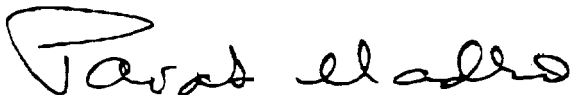
November 22, 2002

Mr. Brian Johnson
Branch Chief
Securities and Exchange Commission
Branch of Filer Support 2
Room 1004 -- STOP/1-4
450 Fifth Street, NW
Judiciary Plaza
Washington, DC 20549

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, STRUCTURED PRODUCTS CORP., 4,141,000 Corporate-Backed Trust Securities (CoRTS) Certificates, with a principal amount of \$103,525,000 (the "Certificates") and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on November 22, 2002. Tentative listing date – November 27, 2002.

Sincerely,



PROCESSED

DEC 04 2002

THOMSON
FINANCIAL

P